

EXHIBIT 1

TZ Capital Holdings, LLC
700 Universe Boulevard
Juno Beach, FL 33408

October 3, 2022

VIA EMAIL

TZRC LLC
7575 Corporate Way
Eden Prairie, Minnesota 55344
E-mail: legal@computenorthern.com

Attention: Drake Harvey

Re: Notice of Exclusive Control

This communication is sent from TZ Capital Holdings, LLC (“TZCH” or “we”), as “Secured Party” under those Security Agreements (Deposit Account) (each, a “SADA” and, collectively, the “SADAs”) and those Deposit Account Control Agreements (each, a “DACA” and, collectively, the “DACAs”), each entered into by TZCH, as Secured Party, with respect to certain Assigned Accounts maintained by TZRC LLC (“TZRC”), TZRC King Mountain, LLC (“TZRC KM”) and TZRC Mining, LLC (“TZRC Mining”), as applicable, with BMO Harris Bank, N.A. Capitalized terms used but not defined herein shall have the meanings set forth for such terms in the SADAs or DACAs, as applicable.

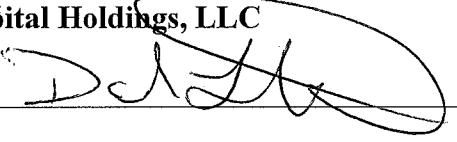
You are hereby informed that TZCH has exercised its Secured Party’s remedies in accordance with Section 9 of each SADA and Section 2 of each DACA and submitted the enclosed Notices of Exclusive Control to BMO Harris Bank N.A.

In accordance with Section 8 of each SADA, you are hereby instructed to implement the instructions of the Secured Party and to ensure that no funds will be withdrawn or transferred from the Assigned Accounts without TZCH’s prior written consent.

You are further instructed to direct Compute North Member LLC, in its capacity as “Operator” under that Property Management Agreement dated March 8, 2022, to ensure that no funds will be withdrawn or transferred by TZRC or the applicable Grantor from the Assigned Accounts without TZCH’s prior written consent.

Please direct all communications addressed to TZCH in regard to this matter to the attention of Gregory Irwin at Gregory.Irwin@NEE.com.

TZ Capital Holdings, LLC

By: 

Name & Title: Dan Lotano – Vice President

With a copy to: Norton Rose Fulbright US LLP
E-mail: noah.pollak@nortonrosefulbright.com
Attention: Noah Pollak

Enclosures: Notices of Exclusive Control

TZ CAPITAL HOLDINGS, LLC
700 Universe Boulevard
Juno Beach, Florida 33408

VIA FEDEX AND FIRST CLASS CERTIFIED
OR REGISTERED MAIL, RETURN RECEIPT REQUESTED

BMO Harris Bank N.A.
111 West Monroe Street
P.O. Box 755
Chicago, IL 60690

BMO Harris Bank N.A.
111 West Monroe Street
Chicago, IL 60603

Attention: Documentation Analysis and Control

Re: Deposit Account Control Agreement, dated as of May 19, 2022, between BMO Harris Bank N.A., TZRC Mining LLC and TZ Capital Holdings, LLC ("Secured Party")

Ladies and Gentlemen:

Reference is made to the Agreement identified above. This letter constitutes the "Notice of Exclusive Control" to Bank from Secured Party as provided for in the Agreement. Accordingly, you are hereby authorized and directed to (i) permit transfers and withdrawals from the account only as permitted by the Agreement and (ii) transfer any and all funds on deposit in the Assigned Account in accordance with the terms of the Agreement.

Very truly yours,

TZ CAPITAL HOLDINGS, LLC

By: 

Daniel Lotano – Vice President
September 26, 2022

Enclosures: Incumbency Certificate

TZ CAPITAL HOLDINGS, LLC
700 Universe Boulevard
Juno Beach, Florida 33408

VIA FEDEX AND FIRST CLASS CERTIFIED
OR REGISTERED MAIL, RETURN RECEIPT REQUESTED

BMO Harris Bank N.A.
111 West Monroe Street
P.O. Box 755
Chicago, IL 60690

BMO Harris Bank N.A.
111 West Monroe Street
Chicago, IL 60603

Attention: Documentation Analysis and Control

Re: Deposit Account Control Agreement, dated as of April 8, 2022, between BMO Harris Bank N.A., TZRC LLC and TZ Capital Holdings, LLC ("Secured Party")

Ladies and Gentlemen:

Reference is made to the Agreement identified above. This letter constitutes the "Notice of Exclusive Control" to Bank from Secured Party as provided for in the Agreement. Accordingly, you are hereby authorized and directed to (i) permit transfers and withdrawals from the account only as permitted by the Agreement and (ii) transfer any and all funds on deposit in the Assigned Account in accordance with the terms of the Agreement.

Very truly yours,

TZ CAPITAL HOLDINGS, LLC

By: 
Its: Daniel Lotano – Vice President
September 26, 2022

Enclosures: Incumbency Certificate

TZ CAPITAL HOLDINGS, LLC
700 Universe Boulevard
Juno Beach, Florida 33408

VIA FEDEX AND FIRST CLASS CERTIFIED
OR REGISTERED MAIL, RETURN RECEIPT REQUESTED

BMO Harris Bank N.A.
111 West Monroe Street
P.O. Box 755
Chicago, IL 60690

BMO Harris Bank N.A.
111 West Monroe Street
Chicago, IL 60603

Attention: Documentation Analysis and Control

Re: Deposit Account Control Agreement, dated as of May 10, 2022, between BMO Harris Bank N.A., TZRC King Mountain LLC and TZ Capital Holdings, LLC ("Secured Party")

Ladies and Gentlemen:

Reference is made to the Agreement identified above. This letter constitutes the "Notice of Exclusive Control" to Bank from Secured Party as provided for in the Agreement. Accordingly, you are hereby authorized and directed to (i) permit transfers and withdrawals from the account only as permitted by the Agreement and (ii) transfer any and all funds on deposit in the Assigned Account in accordance with the terms of the Agreement.

Very truly yours,

TZ CAPITAL HOLDINGS, LLC

By: _____


Daniel Lotano – Vice President
September 26, 2022

Enclosures: Incumbency Certificate